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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

In re iPASS SECURITIES LITIGATION

Case No. C 05 00228 MHP

CLASS ACTION

This Document Relates to:

ALL ACTIONS

**STIPULATED BRIEFING SCHEDULE RELATED
TO DEFENDANTS' RESPONSE TO
PLAINTIFFS' FIRST AMENDED COMPLAINT
AND ~~[PROPOSED]~~ ORDER THEREON**

Pursuant to Federal Rule of Civil Procedure 15 and Civil Local Rule 6-1(b), Lead Plaintiffs David and Rhonda Lutzke and Defendants Kenneth D. Denman, Donald C. McCauley, Anurag Lal, John M. Russo and iPass, Inc., (collectively, the “Parties”), through their respective counsel, hereby stipulate, subject to the Court’s approval, as follows:

1. Whereas Defendants’ motion to dismiss the Consolidated Amended Complaint was granted on February 27, 2006 and electronically filed on February 28, 2006;

2. Whereas pursuant to that Order Plaintiffs were given leave to file an amended complaint within thirty days and Plaintiffs intend to file a First Amended Complaint (“Complaint”) on or before March 30, 2006;

3. Whereas this is a complex matter and the Parties agree that additional time is required for Defendants to respond to the First Amended Complaint and agree that all parties will require additional time to brief any motion Defendants might file directed at that First Amended Complaint;

4. Whereas the Parties have agreed that Defendants shall respond to the Complaint within thirty (30) days of the filing of the Complaint, or on or before May 1, 2006;

6. Whereas the Parties have also agreed that, if Defendants file any motions directed at the Complaint, the opposition brief shall be filed within thirty (30) days thereafter, or on or before May 31, 2006, and the reply brief shall be filed within fifteen (15) days after the filing of the opposition brief, or on or before June 15, 2006; and

7. Whereas the Parties have also agreed that if Defendants file any motions directed at the Complaint said motion shall be heard on July 31, 2006.

8. Now therefore the Parties respectfully request that the Court order the following: That Defendants respond to the First Amended Complaint on or before May 1, 2006, should Defendants direct any motion at the First Amended Complaint the opposition brief shall be filed on or before May 31, 2006, and the reply brief shall be filed on or before June 15, 2006, and any such motion shall be heard on July 31, 2006.

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2 Dated: March 6, 2006

Respectfully submitted,

3 COOLEY GODWARD LLP
4 WILLIAM S. FREEMAN (82002)
5 MARY BETH O'CONNOR (228591)
6 JEFFREY M. KABAN (235743)

7 /s/

Mary Beth O'Connor

8 Attorneys for Defendants iPASS, INC.,
9 KENNETH D. DENMAN, DONALD C.
10 McCAULEY, ANURAG LAL and JON M.
11 RUSSO

12 Dated: March 6, 2006

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18 /s/

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ORDER

On the stipulation of the Parties, and good cause appearing, IT IS SO ORDERED.

DATED: March 8, 2006

